

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

IN RE: PHARMACEUTICAL INDUSTRY
AVERAGE WHOLESALE PRICE LITIGATION

MDL No. 1456

Civil Action: 01-CV-12257-PBS

THIS DOCUMENT RELATES TO:
ALL ACTIONS

Judge Patti B. Saris

**DECLARATION OF KENT M. WILLIAMS IN SUPPORT OF MOTION FOR
MODIFICATION OF LEAD COUNSEL'S ALLOCATION
OF FEES TO INCLUDE TIME AND EXPENSE INCURRED
IN RELATED STATE COURT ACTIONS
AND EXHIBITS A-J
(REDACTED)**

Kent M. Williams, being duly sworn, deposes and states as follows:

1. I am the owner of Williams Law Firm, one of the Class Counsel in the above-captioned matter. I submit this Declaration in support of the motion by Kline & Specter, P.C., Williams Law Firm, Law Office of Adam S. Levy, LLC, and Jennings Haug & Cunningham, LLP (collectively, "Movants") for modification of Lead Counsel's allocation of fees to include time and expense incurred in related state court actions. The testimony set forth herein is based on first-hand knowledge, about which I could and would testify competently in open Court if called upon to do so.

2. Attached hereto as Exhibit A is a true and correct copy of an email exchange between Steve Berman, Shanin Specter, and others on October 15-17, 2005.

3. Attached hereto as Exhibit B is a true and correct copy of an email exchange between Steve Berman, Shanin Specter, and others on October 31-November 1, 2005.

4. Attached hereto as Exhibit C is a true and correct copy of an email exchange between Shanin Specter and Donald Haviland on April 24, 2006.

5. Attached hereto as Exhibit D is a true and correct copy of an email exchange between Steve Berman, Donald Haviland, Sean Matt, and Rob Lopez on May 25-26, 2006.

6. Attached hereto as Exhibit E is a true and correct copy of an email exchange between Steve Berman, Donald Haviland, Adam Levy, and Carrie Flexer on March 19-20, 2007.

7. Attached hereto as Exhibit F is a true and correct copy of an email exchange between Steve Berman, Paul Doyle, and on various dates in April, 2007.

8. Attached hereto as Exhibit G is a true and correct copy of an email exchange between Steve Berman and Donald Haviland on September 11, 2007.

9. Attached hereto as Exhibit H is a true and correct copy of pertinent portions of “Class Plaintiffs’ Opposition To Don Haviland’s Motion To Stay Distribution Of AstraZeneca Fee Award And For Court Review Of Lead Counsel’s Allocation Of Fees And Reimbursement Of Costs,” Dkt. No. 6820, and Exhibit 3 thereto, filed in *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL No. 1456, on January 6, 2010.

10. Attached hereto as Exhibit I is a true and correct copy of a “Cross-Notice of Depositions in Coordinated State Court Case” issued in *In re Pharmaceutical Industry Average Wholesale Price Litigation*, MDL No. 1456, and directed at “Arizona counsel” in *Swanston v. TAP Pharmaceutical Products Inc. et al.*, Case No. CV2002-004988, on January 6, 2005.

11. Attached hereto as Exhibit J is a true and correct copy of a “Stipulation and Order of Dismissal With Prejudice” entered in *International Union of Operating Engineers, Local No. 68 Welfare Fund v. AstraZeneca PLC et al.*, Case No. MON-L-3136-06, on October 1, 2010.

Further the Declarant sayeth naught.

November 17, 2011

/s/ Kent M. Williams

Kent M. Williams